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Attorneys for Rare Hospitality Management, LLC, Rare Hospitality International, Inc., Cheddars Casual Café, Inc., and Darden Restaurants, Inc.

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re:	: :	Chapter 11
SEARS HOLDINGS CORPORATION, et al.,1	· :	Case No. 18-23538 (RDD)
Debtors.	: :	(Jointly Administered)

AFFIDAVIT OF SERVICE

STATE OF NEW YORK)	
)	s.s.
COUNTY OF NEW YORK)	

LISA INDELICATO, being duly sworn, deposes and says:

¹ The Debtors in these chapter 11 cases are as follows: Sears Holdings Corporation; Kmart Holding Corporation; Kmart Operations LLC; Sears Operations LLC; Sears, Roebuck and Co.; ServiceLive Inc.; SHC Licensed Garden, LLC; A&E Signature Service, LLC; FBA Holdings Inc.; Innovel Solutions, Inc; Kmart Corporation; MaxServ, Inc.; Private Brands, Ltd.; Sears Development Co.; Sears Holdings Management Corporation; Sears Home& Business Franchises, Inc.; Sears Home Improvement Products, Inc.; Sears Insurance Services, L.L.C.; Sears Procurement Services, Inc.; Sears Protection Company; Sears Protection Company (PR) Inc.; Sears Roebuck Acceptance Corp.; Sears, Roebuck de Puerto Rico, Inc.; SYW Relay LLC; Wally Labs LLC; SHC Promotions LLC; Big Beaver of Florida Development, LLC; California Builder Appliances, Inc.; Florida Builder Appliances, Inc.; KBL Holding Inc.; KLC, Inc.; Kmart of Michigan, Inc.; Kmart of Washington LLC; Kmart Stores of Illinois LLC; Kmart Stores of Texas LLC; MyGofer LLC; Sears Brands Business Unit Corporation; Sears Holdings Publishing Company, LLC; Sears Protection Company (Florida), L.L.C.; SHC Desert Springs, LLC; SOE, Inc.; StarWest, LLC; STI Merchandising, Inc.; Troy Coolidge No. 13, LLC; BlueLight.com, Inc.; Sears Brands, L.L.C.; Sears Buying Services, Inc.; Kmart.com LLC; and Sears Brands Management Corporation.

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1. Deponent is not a part to this action, is over eighteen years of age, and resides in

Queens County, State of New York.

On January 25, 2019, I served a true and correct copy of Limited Objection and 2.

Reservation of Rights of Cheddars Casual Café, Inc., Rare Hospitality International Inc., and

Rare Hospitality Management, LLC, to the Debtors' Cure Costs and Potential Assumption and

Assignment of Executory Contracts and Unexpired Leases in Connection with Global Sale

Transaction [Docket No. 1973] (the "Cure Objection") via electronic mail upon the parties

listed in Exhibit A attached hereto.

3. On January 28, 2019, I served the Cure Objection via U.S. First Class Mail upon

the parties listed on Exhibit B attached hereto, by depositing true and correct copies thereof,

enclosed in a postage paid, properly addressed envelope, bearing the return business address of

the undersigned, in an official depository under the exclusive care and custody of the United

States Postal Service within the city and state of New York.

4. On January 28, 2019, I served a true and correct copy of the Cure Objection via

overnight courier, FedEx, upon the parties listed on Exhibit C attached hereto.

/s/ Lisa Indelicato Lisa Indelicato

Sworn to before me this

28th day of January, 2019

Daniela Galeano Valencia Notary Public-State of New York No. 01GA6363825

Qualified in West Chester County Commission Expires August 28, 2021

EXHIBIT A – Email Service List

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Unsecured PIK Notes (Top 20 Unsecured Creditor), SRAC Unsecured			bankruptcy@clm.com
Notes, and the SRAC Medium Term Notes (Top 5 Secured Creditor)	Carter Ledyard & Milburn LLP	Attn: James Gadsden, Esq.	Dennis.roemlein@bnymellon.com
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Control and Improvement District #2, The County of Bastrop, Texas,			
Tax Appraisal District of Bell County, The County of Bosque, Texas,			
Bowie Central Appraisal District, The County of Brazos, Texas, Brown			
County Appraisal District, Burnet Central Appraisal District, Cherokee			
County Appraisal District, The County of Cherokee, Texas, The County			
of Comal, Texas, The County of Coryell, Texas, The County of Denton,			
Texas, Denton County Road Utility District #1, County of Erath, The			
County of Guadalupe, Texas, Harrison Central Appraisal District, The			
County of Harrison, Texas, The County of Hays, Texas, The County of			
Henderson, Texas, The County of Jasper, Texas, Groesbeck			
Independent School District, The City of Groesbeck, Texas, Mexia			
Independent School District, City of Waco and/or Waco Independent			
School District, Midland Central Appraisal District, Central Appraisal			
District of Taylor County, Terry County Appraisal District, The County			
of Wharton, Texas and The County of Williamson, Texas, (jointly "The	McCreary, Veselka, Bragg & Allen,		
Texas Ad Valorem Taxing Jurisdictions")	P.C.	Attn: Lee Gordon, Tara LeDay	tleday@mvbalaw.com
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LLC	Whiteford, Taylor & Preston LLC	Attn: Stephen B. Gerald	sgerald@wtplaw.com
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Acadia Realty Limited Partnership, C.E. John Company, Inc.,			
Centennial Real Estate Co., CenterCal Properties, LLC, GS Pacific ER,			
LLC, PGIM Real Estate, Vintage Real Estate, LLC, WBCMT 2007-C33			
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Square Company dba Governor's Square Mall, Huntington Mall			
Company dba Huntington Mall, Meadowbrook Mall Company dba			
Meadowbrook Mall, Ohio Valley Mall Company dba Ohio Valley Mall,			
the Cafaro Northwest Partnership dba South Hill Mall, Spotsylvania			
Mall Company dba Spotsylvania Towne Centre and Howland			
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DESCRIPTION	NAME	NOTICE NAME	EMAIL
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Square Company dba Governor's Square Mall, Huntington Mall			
Company dba Huntington Mall, Meadowbrook Mall Company dba			
Meadowbrook Mall, Ohio Valley Mall Company dba Ohio Valley Mall,			
the Cafaro Northwest Partnership dba South Hill Mall, Spotsylvania			
Mall Company dba Spotsylvania Towne Centre and Howland			
Commons, LLC dba Howland Commons	Cafara Managament Company	Attn: Richard T. Davis	rdovic @coforce omnony com
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2019, McLane Company, Inc.	Hunton Andrews Kurth LLP	Attn: Brett L. Gross, Michael S. Legge	mlegge@huntonak.com
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DESCRIPTION	NAME	NOTICE NAME	EMAIL
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LLC	Husch Blackwell LLP	Attn: Lynn H. Butler	lynn.butler@huschblackwell.com
Council to Westfield II Condition of iliate Americal Mall Council I C			
Counsel to Westfield, LLC and its affiliate, Annapolis Mall Owner LLC,			
Brandon Shopping Center Partners LTD, Broward Mall LLC, Citrus Park			
Mall Owner LLC, Countryside Mall LLC, Roseville Shoppingtown LLC,			
Meriden Square Partnership, Montgomery Mall Owner LLC, North			
County Fair LP and EWH Escondido Associates, L.P., Oakridge Mall			
LLC, WEA Palm Desert LLC, Sarasota Shoppingtown LLC, WEA			
Southcenter LLC, Sunrise Mall LLC, UTC Venture LLC, Valencia Town			
Center Venture, L.P., Wheaton Plaza Regional Shopping Center LLC,			ilan.markus@leclairryan.com
Beneson Capital Partners, LLC and its affiliate Brooks Shopping			niclas.ferland@leclairryan.com
Centers, LLC, Concord Mall LP, and Berkshire Mall LP	LeClairRyan, PLLC	Attn: Ilan Markus and Niclas A. Ferland	andrew.cole@leclairryan.com
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7.00% 12.00% PIK-Toggle Notes	Seward & Kissel LLP	Esq.	alves@sewkis.com
Counsel to Wilmington Trust, National Association, as indeture	S	51 100 5	
trustee and collateral agent	Seyfarth Shaw LLP Wilmington Trust, National	Attn: Edward M. Fox	emfox@seyfarth.com
Counsel to Wilmington Trust, National Association, as indeture		Attas Chausa Ciaralana Vica Bussidant	animala na Quillesia eta eta eta esta esta esta esta esta e
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(HK), Ltd.	Warner Norcross + Judd LLP	Attn: Gordon J. Toering	gtoering@wnj.com
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Power Equipment	Norton Rose Fulbright US LLP	Attn: Howard Seife, Esq., & Christy Rivera, Esq.	christy.rivera@nortonrosefulbright.com
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and The Libman Company	LLP	Esq.	rnosek@certilmanbalin.com
Counselt to AmCap Wilson II, LLC, Wilson Norridge, LLC, and HRA			
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Environmental Protection Agency	Environmental Protection Agency	Attn: Matthew Leopold, General Counsel	Leopold.matt@Epa.gov
	Impremedia Operating Company,		
Impremedia Operating Company, LLC	LLC	Attn: Alex Macias	alex.macias@impremedia.com
		Attn: Jose A Galarza, Vice President, Global	
Indenture trustee for the KCD IP Asset Backed Notes	U.S. Bank National Association	Structured Finance	jose.galarza@usbank.com
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Local Counsel to BH North American Corporation	Maloney & Laird, P.C.	Canney, IV, Esq.	mcatalfimo@carterconboy.com
	National Association of Attorneys		
National Association of Attorneys General	General	Attn: Karen Cordry	kcordry@naag.org
	New York State Department of	Attn: Enid Nagler Stuart; Assistant Attorney	
New York State Department of Taxation and Finance	Taxation and Finance	General	enid.stuart@ag.ny.gov
	Securities & Exchange		secbankruptcy@sec.gov
Securities and Exchange Commission - Headquarters	Commission	Attn: Secretary of the Treasury	NYROBankruptcy@sec.gov
	Securities & Exchange		
Securities and Exchange Commission - Regional Office	Commission – NY Office	Attn: Bankruptcy Department	bankruptcynoticeschr@sec.gov

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DESCRIPTION	NAME	NOTICE NAME	EMAIL
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Top 20 Unsecured Creditor	Hanesbrands Inc	and General Counsel	howard.upchurch@hanes.com
Top 20 Unsecured Creditor	Paco (China) Garment Ltd	Attn: Lily Wang	lily@pacogarment.com
	TJ Tianxing Kesheng Leather		
Top 20 Unsecured Creditor	Products Co Ltd	Attn: Power Wang	powerwangtxks@vip.126.com
Top 5 Secured Creditor	SRAC Medium Term Notes	Attn: Mary A. Callahan Vice President	mary.callahan@bnymellon.com
Top 5 Secured Creditor	SRAC Unsecured Notes	Attn: Mary A. Callahan Vice President	mary.callahan@bnymellon.com
			Starr.Judith@pbgc.gov
Top 5 Secured Creditor and Pension Benefit Guaranty Corporation	The Pension Benefit Guaranty	Attn: Judith Starr, Kartar S. Khalsa, William	mccarron.william@pbgc.gov
("PBGC")	Corporation (PBGC)	McCarron, Jr., & Adi Berger, Director	efile@pbgc.gov
Trustee for the Second Lien PIK Notes, the Holdings Unsecured Notes			
(8.00%), and the Holdings Unsecured PIK Notes (8.00%), and Top	Computershare Trust Company,	Attn: Michael A. Smith, Vice President –	
Creditor	N.A.	Corporate Trust	Michael.smith2@computershare.com
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	US Attorney for Southern District		Peter.Aronoff@usdoj.gov
United States Attorney's Office for the Southern District of New York	of New York	Attn: Bankruptcy Division	Linda.Riffkin@usdoj.gov
	Office of The United States		richard.morrissey@usdoj.gov
United States Trustee Southern District of New York	Trustee for Region 2	Attn: Paul Schwartzberg, Richard Morrissey	paul.schwartzberg@usdoj.gov
Wilmington Savings Fund Society, FSB, as Trustee of the 7.00%	Wilmington Savings Fund Society,		
12.00% PIK-Toggle Notes	FSB	Attn: Patrick J. Healy	phealy@wsfsbank.com

EXHIBIT B – USPS Service List

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re: Sears Holdings Corporation, et a Master Service List Case No. 18-23538 (RDD)

DESCRIPTION	NAME	NOTICE NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	ZIP	COUNTRY	PHONE
				39 Wang Kwong Rd, Ste 2301B,					
BST International Fashion Ltd.	BST International Fashion Ltd.	Attn: A.R. Shrinivasan	Managing Director	Skyline Tower, Kowloon Bay	Kowloon	Hong Kong		China	
Counsel to Aransas County, Bee County, Jim Wells CAD, Nueces									
County, City of Harlingen, Hidalgo County, Victoria County, Blanco	Linebarger Goggan Blair &								
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	Wilmorite Management Group								
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National Association, as Trustee, in trust for the registered holders of									
Citigroup Mortgage Loan Trust 2007-AHL2, Asset-Backed Pass-									
Through Certificates, Series 2007-AHL2, Mortgage Pass-Through	Frenkel, Lambert, Weiss, Weisma	n							
Certificates	& Gordon, LLP	Attn: Michelle C. Marans, Esq.	53 Gibson Street		Bay Shore	NY	11706		631-969-310
	Wilmington Trust, National								
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Successor Trustee for the SRAC Unsecured PIK Notes, SRAC Unsecured	The Bank of New York Mellon			,	•				
Notes, and the SRAC Medium Term Notes	Trust Company	Attn: Corporate Trust Administration	101 Barclay St., Floor 8W		New York	NY	10286		

EXHIBIT C – FedEx Service List

US Bankruptcy Court SDNY Chambers of the Honorable Robert D. Drain 300 Quarropas Street, Room 248 White Plains, NY 10601

Office of the United States Trustee for Region 2 Attn: Paul Schwartzberg, Richard Morrissey 201 Varick Street, Suite 1006 New York, NY 10014